

EXHIBIT C

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IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TEXAS
MIDLAND-ODESSA DIVISION

JENNIFER VETRANO,
Plaintiff,

v.

JOHN BRDA, ALLISON CHRISTILAW,
MBA, ICD.D B, JOHN R. HARDING, UZI
SASSON, DAN EATON ESQ, MAURICE
GUITTON, ERIC M. LESLIE, PHILIPPE
MORALI, KEN HANNAH, STEEN
KARSBO, JOHN DOES 1-20, JANE DOES 1-
20,

Defendants.

EXHIBIT "C"

CASE NO. 7:24-CV-00325-DC-RCG

**NOTICE OF CHAPTER 7 BANKRUPTCY CASE & IMPOSITION
OF AUTOMATIC STAY**

NOTICE is hereby given that Meta Materials Inc. filed for protection under Chapter 7 of the United States Bankruptcy Code on August 9, 2024, in the United States Bankruptcy Court for the District of Nevada Case No. 24-50792. A copy of the Filed Voluntary Petition is attached to this notice. The automatic stay under 11 U.S.C. § 362 is in effect which operates to stay commencement or continuation, including the issuance or employment of process, of a judicial, any act to obtain possession of property of the bankruptcy estate or of property from the bankruptcy estate or to exercise control over property of the bankruptcy estate.

FURTHER NOTICE is hereby given that when a suit is brought by stockholders on behalf of a corporation against its non-bankrupt directors and officers, the stockholders “assert[] a cause of action belonging to the corporation.”¹ Upon the corporation’s filing of bankruptcy, such derivative claims for injury to the debtor from “actionable wrongs committed by the debtors’ officers and director[s] become property of the estate under 11 U.S.C. § 541” and the right to bring

¹ *Rales v. Blasband*, 634 A.2d 927, 932 (Del. 1993).

the claims “vests exclusively to the [bankruptcy] trustee.”² Under 11 U.S.C. § 362(a)(3), a plaintiff who asserts such derivative claims in a different forum would be acting to exercise control over property of the estate and violate the automatic stay.”³

Dated: March 21, 2025

Respectfully submitted,

/s/ John R. Hardin

John R. Hardin

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Attorney for Defendants

UZI SASSON and PHILIPPE MORALI

² *Thornton v. Bernard Technologies, Inc.*, 2009 Del. Ch. LEXIS 29, 2009 WL 426179, at *3 (Del. Ch. Feb. 20, 2009) (quoting *In re RNI Wind Down Corp.*, 348 B.R. 286, 292 (Bankr. D. Del. 2006)).

³ *See In re Black Elk Energy Offshore Operations, LLC*, 2016 Bankr. LEXIS 2708, 2016 WL 4055044, at *2 (Bankr. S.D. Tex. 2007) (“If the claims belong to the estate, it would violate the automatic stay for the [plaintiffs] to exercise control over them”).

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing has been served upon all counsel of record via e-filing through the Court's CM/ECF portal on March 21, 2025.

/s/ John R. Hardin

John R. Hardin

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF NEVADA

Case number (if known)

Chapter 7

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/24

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	Meta Materials Inc.	
2. All other names debtor used in the last 8 years Include any assumed names, trade names and doing business as names		
3. Debtor's federal Employer Identification Number (EIN)	74-3237581	
4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	5880 W. Las Positas Blvd, Suite 51 Pleasanton, CA 94588 Number, Street, City, State & ZIP Code	P.O. Box, Number, Street, City, State & ZIP Code
	Alameda County	Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code
5. Debtor's website (URL)	www.metamaterial.com	
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____	

Debtor Meta Materials Inc. Case number (if known) _____
Name

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

5417

8. Under which chapter of the Bankruptcy Code is the debtor filing? Check one:

- ☒ Chapter 7
☐ Chapter 9
☐ Chapter 11. Check all that apply:
☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725 (amount subject to adjustment on 4/01/25 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years? ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? ☒ No
☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor	_____	Relationship	_____
District	_____	Case number, if known	_____

Debtor Meta Materials Inc.
Name

Case number (if known) _____

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property? _____

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

- ☐ 1-49
☒ 50-99
☐ 100-199
☐ 200-999

- ☐ 1,000-5,000
☐ 5,001-10,000
☐ 10,001-25,000

- ☐ 25,001-50,000
☐ 50,001-100,000
☐ More than 100,000

15. Estimated Assets

- ☐ \$0 - \$50,000
☐ \$50,001 - \$100,000
☐ \$100,001 - \$500,000
☐ \$500,001 - \$1 million

- ☒ \$1,000,001 - \$10 million
☐ \$10,000,001 - \$50 million
☐ \$50,000,001 - \$100 million
☐ \$100,000,001 - \$500 million

- ☐ \$500,000,001 - \$1 billion
☐ \$1,000,000,001 - \$10 billion
☐ \$10,000,000,001 - \$50 billion
☐ More than \$50 billion

16. Estimated liabilities

- ☐ \$0 - \$50,000
☐ \$50,001 - \$100,000
☐ \$100,001 - \$500,000
☐ \$500,001 - \$1 million

- ☐ \$1,000,001 - \$10 million
☒ \$10,000,001 - \$50 million
☐ \$50,000,001 - \$100 million
☐ \$100,000,001 - \$500 million

- ☐ \$500,000,001 - \$1 billion
☐ \$1,000,000,001 - \$10 billion
☐ \$10,000,000,001 - \$50 billion
☐ More than \$50 billion

Debtor Meta Materials Inc. Case number (if known) _____
Name

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 08/09/2024

Signed by: *** / DD / YYYY

X Uzi Sasson
1B8FAEEEE2D9D4C6
Signature of authorized representative of debtor

Uzi Sasson
Printed name

Title Chief Executive Officer

18. Signature of attorney X /s/ Andrea J. Driggs

Date 08/09/2024
MM / DD / YYYY

Bradley A. Cosman
Andrea J. Driggs
Printed name

Perkins Coie LLP
Firm name

2525 E. Camelback Road, Suite 500
Phoenix, AZ 85016-4227
Number, Street, City, State & ZIP Code

Contact phone 602.351.8000 Email address bcosman@perkinscoie.com
adriggs@perkinscoie.com

Bradley A. Cosman (AZ 026223) Andrea J. Driggs (NV 15211)
Bar number and State

Information to identify the case:

Debtor META MATERIALS INC. EIN: 74-3237581
Name
United States Bankruptcy Court District of Nevada Date case filed for chapter: 7 8/9/24
Case number: 24-50792-hlb

Official Form 309D (For Corporations or Partnerships)

AMENDED

03/24

Notice of Chapter 7 Bankruptcy Case -- Proof of Claim Deadline Set

For the debtor listed above, a case has been filed under chapter 7 of the Bankruptcy Code. An order for relief has been entered.

This notice has important information about the case for creditors, debtors, and trustees, including information about the meeting of creditors and deadlines. Read both pages carefully.

The filing of the case imposed an automatic stay against most collection activities. This means that creditors generally may not take action to collect debts from the debtor or the debtor's property. For example, while the stay is in effect, creditors cannot sue, assert a deficiency, repossess property, or otherwise try to collect from the debtor. Creditors cannot demand repayment from debtors by mail, phone, or otherwise. Creditors who violate the stay can be required to pay actual and punitive damages and attorney's fees.

To protect your rights, consult an attorney. All documents filed in the case may be inspected at the bankruptcy clerk's office at the address listed below or through PACER (Public Access to Court Electronic Records at <https://pacer.uscourts.gov>).

The staff of the bankruptcy clerk's office cannot give legal advice.

Do not file this notice with any proof of claim or other filing in the case.

1. Debtor's full name	META MATERIALS INC.	
2. All other names used in the last 8 years		
3. Address	5880 W. LAS POSITAS BLVD, SUITE 51 PLEASANTON, CA 94588	
4. Debtor's attorney Name and address	ANDREA J. DRIGGS PERKINS COIE LLP 2525 EAST CAMELBACK ROAD SUITE 500 PHOENIX, AZ 85016	Contact phone 602-351-8328 Email adriggs@perkinscoie.com
5. Bankruptcy trustee Name and address	CHRISTINA W. LOVATO P.O. BOX 18417 RENO, NV 89511	Contact phone (775) 851 1424
6. Bankruptcy clerk's office Documents in this case may be filed at this address. You may inspect all records filed in this case at this office or online at https://pacer.uscourts.gov .	300 Booth Street Reno, NV 89509	Office Hours 9:00 AM - 4:00 PM Contact phone (775) 326-2100 Date: 8/12/24
7. Meeting of creditors The debtor's representative must attend the meeting to be questioned under oath. Creditors may attend, but are not required to do so.	September 5, 2024 at 02:00 PM The meeting may be continued or adjourned to a later date. If so, the date will be on the court docket.	Location: Zoom video meeting. Go to Zoom.us/join, Enter Meeting ID 203 264 8863, and Passcode 2236554201, OR call 1 775 285 9435

For additional meeting information go to <https://www.justice.gov/ust/moc>

For more information, see page 2 >

Debtor **META MATERIALS INC.**

Case number **24-50792-hlb**

<p>8. Deadlines The bankruptcy clerk's office must receive proofs of claim by the following deadlines.</p>	<p>Deadline for all creditors to file a proof of claim Filing deadline: 10/18/24 (except governmental units):</p> <p>Deadline for governmental units to file a proof of claim Filing deadline: 2/5/25</p> <p>A proof of claim is a signed statement describing a creditor's claim. A proof of claim form may be obtained at www.uscourts.gov or any bankruptcy clerk's office. If you do not file a proof of claim by the deadline, you might not be paid on your claim. To be paid, you must file a proof of claim even if your claim is listed in the schedules that the debtor filed.</p> <p>Secured creditors retain rights in their collateral regardless of whether they file a proof of claim. Filing a proof of claim submits the creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a proof of claim may surrender important nonmonetary rights, including the right to a jury trial.</p>
<p>9. Creditors with a foreign address</p>	<p>If you are a creditor receiving a notice mailed to a foreign address, you may file a motion asking the court to extend the deadlines in this notice. Consult an attorney familiar with United States bankruptcy law if you have any questions about your rights in this case.</p>
<p>10. Liquidation of the debtor's property and payment of creditors' claims</p>	<p>The bankruptcy trustee listed on the front of this notice will collect and sell the debtor's property. If the trustee can collect enough money, creditors may be paid some or all of the debts owed to them, in the order specified by the Bankruptcy Code. To ensure you receive any share of that money, you must file a proof of claim, as described above.</p>